

**Fill in this information to identify the case:**

United States Bankruptcy Court for the:

Northern District of Oklahoma  
(State)

Case number (if known): Chapter 7

☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

12/15

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Express Integrated Technologies, LLC

2. All other names debtor used in the last 8 years  
Include any assumed names, trade names, and *doing business* as names  
ATS/Express, LLC

3. Debtor's federal Employer Identification Number (EIN) 7 3 - 1 5 9 6 3 1 2

4. Debtor's address

Principal place of business		Mailing address, if different from principal place of business
10810 East 45th Street, Suite 400 Number Street		Number Street
Tulsa OK 74146 City State ZIP Code		P.O. Box
Tulsa County County		City State ZIP Code
		Location of principal assets, if different from principal place of business
		Number Street
		City State ZIP Code

5. Debtor's website (URL) www.expressgroupholdings.com (parent company)

6. Type of debtor  
☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify:

Debtor

Express Integrated Technologies, LLC

Case number (if known)

**7. Describe debtor's business****A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

**B. Check all that apply:**

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

**C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>**5 4 1 3**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☒ Chapter 7
- ☐ Chapter 9
- ☐ Chapter 11. **Check all that apply:**
- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No

☐ Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list.

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**☐ No

☒ Yes. Debtor See Schedule 1 attached. Relationship \_\_\_\_\_

District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY

Case number, if known \_\_\_\_\_

List all cases. If more than 1, attach a separate list.

Debtor Express Integrated Technologies, LLC  
Name

Case number (if known) \_\_\_\_\_

**11. Why is the case filed in this district?**

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

- ☒ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
What is the hazard? \_\_\_\_\_
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other \_\_\_\_\_

**Where is the property?** \_\_\_\_\_

Number Street

\_\_\_\_\_

City State ZIP Code

**Is the property insured?**

- ☐ No
- ☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information****13. Debtor's estimation of available funds**

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

- |                                  |   |  |
|----------------------------------|---|--|
| <input type="checkbox"/> 1-49    | <input checked="" type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99   | <input type="checkbox"/> 5,001-10,000           | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000          | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 |   |  |

**15. Estimated assets**

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million             | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input checked="" type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million           | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million          | <input type="checkbox"/> More than \$50 billion        |

Debtor Express Integrated Technologies, LLC  
Name

Case number (if known) \_\_\_\_\_

## 16. Estimated liabilities

- |  |  |  |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million              | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million             | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input checked="" type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million           | <input type="checkbox"/> More than \$50 billion        |

**Request for Relief, Declaration, and Signatures**

**WARNING --** Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

## 17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

11/9/2016  
MM / DD / YYYY

x

Signature of authorized representative of debtor

Title

Authorized Signatory

Printed name

Rebecca Tomlinson

## 18. Signature of attorney

x

Signature of attorney for debtor

Date

11-9-16  
MM / DD / YYYY

Neal Tomlins

Printed name

Tomlins &amp; Peters, PLLC

Firm name

2431 East 61st Street, Suite 305

Number Street

Tulsa

City

OK

State

74136

ZIP Code

918-949-4411

Contact phone

Neal@tplawtulsa.com

Email address

10499

Bar number

OK

State

**SCHEDULE 1**

**SCHEDULE OF DEBTORS**

On the date hereof, each of the affiliated entities listed below (each, a “Debtor” and, collectively, the “Debtors”) filed a voluntary petition for relief under chapter 7 of title 11 of the United States Code in the United States Bankruptcy Court for the Northern District of Oklahoma.

1. Express Group Holdings, LLC
2. CCCG, LLC
3. Express International Group, Inc.
4. Express Integrated Technologies, LLC
5. Express Metal Fabricators, LLC
6. ST2, LLC

**ACTION BY WRITTEN CONSENT OF  
THE SOLE MEMBER AND MANAGER OF  
EXPRESS INTEGRATED TECHNOLOGIES, LLC**

**November 3, 2016**

The undersigned, being the sole member and manager (the “Managing Member”) of Express Integrated Technologies, LLC, an Oklahoma limited liability company (the “Company”), desires to take action by written consent (the “Consent”) authorized by the relevant section of the Oklahoma Limited Liability Company Act, as amended (the “Act”) and pursuant to the relevant section of that certain Amended and Restated Limited Liability Company Agreement of the Company (the “LLC Agreement”), hereby adopts the following resolutions and consents to the actions contemplated herein effective as of the date first above written, and confirms that such resolutions have not been modified, rescinded, or revoked and are present in full force and effect. Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to them in the LLC Agreement.

**WHEREAS**, members of Express Group Holdings, LLC (“Parent”), the ultimate parent of the Company, holding the requisite number of units of Parent and the Board of Directors of Parent have, in each case, adopted resolutions at a duly-called meeting or by way of a written consent in lieu thereof, as applicable (collectively, the “Parent Resolutions”), authorizing and directing, among other things, (i) the filing of voluntary petitions for relief under chapter 7 of the Bankruptcy Code (as defined below) with respect to Parent and its subsidiaries, including the Company, (ii) the termination of employees of Parent and its subsidiaries, including the Company, and payment of amounts owed to such employees through the date of termination, (iii) the payment of sales and use taxes with respect to Parent and its subsidiaries, including the Company and (iv) other steps that are necessary or desirable to wind down the Company and its subsidiaries, including the Company, and enhance recoveries to stakeholders; and

**WHEREAS**, in accordance with the Parent Resolutions, the Managing Member is authorized and directed to cause the Company to file a voluntary petition seeking relief under chapter 7 of the Bankruptcy Code and to take the steps described above to wind down the business of the Company.

**NOW, THEREFORE, IT IS HEREBY:**

**RESOLVED**, that in accordance with the Parent Resolutions, the Company be and hereby is authorized and directed to file or cause to be filed a voluntary petition for relief under the provisions of chapter 7 of title 11 of the United States Code (the “Bankruptcy Code” and such chapter 7 case, the “Bankruptcy Case”) in a court of proper jurisdiction, take the steps described above to wind down the business of the Company and pay the shutdown costs relating thereto; and it is further

**RESOLVED**, that Rebecca Tomlinson and Andrew E. Schultz, as managers, members of the Board of Directors and officers of Parent (collectively, the “Authorized Signatories”), acting alone or together be, and hereby are, empowered and directed to execute and file on behalf of the

Company all petitions, schedules, lists and other motions, papers, or documents, and to take any and all action that they deem necessary or proper to obtain such relief; and it is further

**RESOLVED**, that the Authorized Signatories are directed, in the name of and on behalf of the Company, under the Company's corporate seal or otherwise, to make, enter into, execute, deliver and file any and all other or further agreements, documents, certificates, materials and instruments, to disburse funds of the Company, to take or cause to be taken any and all other actions, and to incur all such fees and expenses as any such officer deems to be necessary, appropriate or advisable to carry out the purposes of the foregoing resolutions and the transactions contemplated thereunder and/or to file the Bankruptcy Case, the taking of any such action or execution of any such documents and/or agreements to constitute conclusive evidence and the exercise of such discretionary authority; and it is further

**RESOLVED**, that any act or acts of the Company and/or its officers, directors, or of any person or persons designated and authorized to act by an officer of the Company, which act or acts would have been authorized by the foregoing resolutions except that such act or acts were taken prior to the adoption of such resolutions, be, and they hereby are, ratified, confirmed, authorized, approved and adopted in all respects and for all purposes as acts in the name and on behalf of the Company; and it is further

**RESOLVED** that this Consent may be executed by facsimile, telecopy or other electronic means or reproduction, and such execution shall be considered valid, binding and effective for all purposes.

*[Signature Page Follows]*

**IN WITNESS WHEREOF**, the undersigned, being the sole member and manager of the Company, hereby consents to, approves and adopts the foregoing resolutions as of the date first above written.

**CCCG, LLC**

as sole member and manager of Express  
Integrated Technologies, LLC

By its sole member and manager, Express  
Group Holdings LLC

By: \_\_\_\_\_

Name: Rebecca Tomlinson

Title: Authorized Signatory